RESOLUTION NO. 19

A RESOLUTION OF THE BOARD OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE WESTMINSTER REDEVELOPMENT AGENCY, APPROVING AND ADOPTING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE (15-16A) FOR THE PERIOD JULY 1, 2015 THROUGH DECEMBER 31, 2015

WHEREAS, the Westminster Redevelopment Agency organized and existed under the California Community Redevelopment Law (Health and Safety code Section 33000 *et seq.*) since 1987; and

WHEREAS, as part of the 2011-2012 State Budget Bill, the California State Legislature enacted, and Governor Brown signed AB 1X 26, eliminating every redevelopment agency statewide; and

WHEREAS, the California Supreme Court's (California Redevelopment Association vs. Matosantos, Case No. S194861) action on December 29, 2011 validated AB 1X 26, requiring the dissolution of statewide redevelopment agencies; and

WHEREAS, on January 11, 2012 the Westminster City Council took affirmative action, by approving Resolution 4388, thereby creating the Successor Agency for the Westminster Redevelopment Agency (Health and Safety Code Section 34713).

WHEREAS, as part of the 2012-2013 State Budget, the California State Legislature enacted, and Governor Brown signed AB 1484, which made technical and substantive amendments to the Dissolution Act; and

WHEREAS, Health and Safety Code Section 34177 (m), requires the Successor Agency to prepare the Recognized Obligation Payment Schedule ("ROPS") for the period of January 1, 2015 through June 30, 2015, and that such schedule be approved by the oversight board and submitted to the State Department of Finance no later than October 3, 2014; and

WHEREAS, Health and Safety Code Section 34177(I)(2)(c), requires the Successor Agency to submit the oversight board approved ROPS to the Orange County Auditor-Controller, State Controller's Office, and the State Department of Finance, and post the ROPS on the Successor Agency's website; and

NOW THEREFORE, THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE WESTMINSTER REDEVELOPMENT AGENCY DOES HEREBY RESOLVE AS FOLLOWS:

<u>SECTION 1</u>. <u>Recitals.</u> The Recitals set forth above are true and correct and are incorporated into this Resolution by this reference.

<u>SECTION 2</u>. <u>Approval of the ROPS</u>. The Oversight Board for the Successor Agency to the Westminster Redevelopment Agency hereby approves and adopts the draft ROPS, for the period July 1, 2015 through December 31, 2015, (ROPS 15-16A) in substantially the form attached to this Resolution as Exhibit A, as required by Health and Safety Code, Section 34177.

<u>SECTION 3.</u> <u>Transmittal of the ROPS.</u> The Oversight Board Secretary is hereby authorized to take all actions necessary under the Dissolution Act related the requirements of Health and Safety Code 34177, including but not limited to obtaining oversight board approval, distribution to required agencies, and posting of the oversight board approved ROPS 15-16A. In addition, the Successor Agency authorizes and directs the Successor Agency staff to make such changes to ROPS 15-16A as may be necessary to submit in any modified form required by the DOF and the ROPS 15-16A as so modified shall thereupon constitute ROPS 15-16A as approved by the Successor Agency pursuant to this Resolution.

<u>SECTION 4</u>. <u>Certification</u>. The Oversight Board Secretary shall certify to the adoption of this Resolution.

<u>SECTION 5</u>. <u>Effective Date</u>. This Resolution shall become effective immediately upon its adoption.

PASSED, APPROVED, AND ADOPTED this 26th day of February, 2015, by the following vote:

AYES:

AGENCY MEMBERS:

ANDERSON, BACKS, MANFRO, DELGADO, PAYNE, HEMPHILL

DON ANDERSON. CHAIRPERSON

NOES:

AGENCY MEMBERS:

NONE

ABSENT:

AGENCY MEMBERS:

RICE

ATTEST:

ENSEN, AGENCY SECRETARY

STATE OF CALIFORNIA) COUNTY OF ORANGE) ss. CITY OF WESTMINSTER)

I, Amanda Jensen, hereby certify that I am the duly appointed Agency Secretary for the Oversight Board of the Successor Agency to the Westminster Redevelopment Agency and that the foregoing resolution was duly adopted at a regular meeting of the Successor Agency to the Redevelopment Agency held on the 26th day of February, 2015.

Amanda Jensen Agency Secretary

Recognized Obligation Payment Schedule (ROPS 15-16A) - Summary Filed for the July 1, 2015 through December 31, 2015 Period

ame of Successor Agency:	Westminster	
me of County:	Orange	
urrent Period Requested Fu	nding for Outstanding Debt or Obligation	Six-Month Total
	ons Funded with Non-Redevelopment Property Tax Trust Fund (RPTTF) Funding	JIX-MOTHE FOR
A Sources (B+C+D):		\$ 3,578,750
B Bond Proceeds Fu	nding (ROPS Detail)	3,578,750
C Reserve Balance F	unding (ROPS Detail)	-
D Other Funding (RC	PS Detail)	
E Enforceable Obligation	ons Funded with RPTTF Funding (F+G):	\$ 15,039,713
F Non-Administrative	Costs (ROPS Detail)	14,601,663
G Administrative Cos	ts (ROPS Detail)	438,050
H Current Period Enfor	ceable Obligations (A+E):	\$ 18,618,463
Successor Agency Self-Reno	rted Prior Period Adjustment to Current Period RPTTF Requested Funding	
	ns funded with RPTTF (E):	15,039,713
-	stment (Report of Prior Period Adjustments Column S)	(4,550,034)
K Adjusted Current Per	riod RPTTF Requested Funding (I-J)	\$ 10,479,679
County Auditor Controller Re	ported Prior Period Adjustment to Current Period RPTTF Requested Funding	
L. Enforceable Obligation	is funded with RPTTF (E):	15,039,713
M Less Prior Period Adju	stment (Report of Prior Period Adjustments Column AA)	-
N Adjusted Current Pe	iod RPTTF Requested Funding (L-M)	15,039,713
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ltem #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation \$ 295,474,951	Retired	Bond Proceeds \$ 3,578,750	Reserve Balance	Other Funds	Non-Admin \$ 14,601,663	Admin \$ 438,050		Month Total
1	2008 T/A Bonds 2009 T/A Bonds	Bonds Issued On or Bonds Issued On or Before 12/31/10		8/1/2027 11/1/2045	Union Bank Union Bank	Bonds issued to fund redevelopment Bonds issued to fund redevelopment activities	All Areas Amendment Areas 3.4.5	30.224.978 175.343,310	N				1,870,378 2,178,572		\$	1,870,3 2,178,5
3	2011 T/A Bonds - Series A	Bonds Issued After 12/31/10	5/1/2011	11/1/2045	Union Bank	Bonds issued to fund (edevelopment activities	Amendment Areas	47,495,019	N				1,167,997		5	1,167,9
5	Continuing Disclosure	Bonds Issued On or Before 12/31/10	1/1/2014	12/31/2015	Fiscal Consultant	Bonds issued to fund redevelopment activities	All Areas	150,000	N				5,000		5	5,0
6	Administrative Allowance	Admin Costs	1/1/2014	12/31/2015	City of Westminster	Employee salaries and benefits, training, membership dues	All Areas	7,250,000	N					438,050	\$	438,0
7	Ongoing pension & medical obligation	Unfunded Liabilities	11/9/1982	12/31/2015	City of Westminster	Ongoing retirement and health expenses pursuant to employee MOUs	All Areas	4,679,524	N				661,675		s	661,6
10	Professional services - legal for projects	Legal	9/28/1990	12/31/2015	Jones & Mayer	Project-based legal assistance	All Areas	100,000	N						s	
17	Professional services - bank fees	Professional Services	1/1/2014	12/31/2015	Union Bank, 8ank of America, Chandler Asset Management, Cutwater Asset Management	Bank custody/fees	All Areas	290,000	N				10,000		S	10,00
13	Professional services - arbitrage and trustee fees	Professional Services	1/1/2014	12/31/2015	Union Bank, Muni Financial	Arbitrage and Trustee fees for bonds	All Areas	117,000	N				5,000		S	5,0
14	Consulting services - Agency wind daws	Professional Services	7/1/2013	12/31/2015	Rosenow Spevacek Group, Inc.	Successor Agency wind-down assistance, and consulting services for ongoing obligations	All Areas	200,000	N				25,000		5	25,0
22	Repayment of SERAF Loan	SERAFIERAF	1/1/2014	12/31/2015	Westminster Housing Authority	Repayment of loan made from Agency Housing Fund for the 2009-10 SERAF Payment	All Areas	10,000,523	N				1,655,000		5	1,655,0
2.	Repayment of SERAF Loan	SERAF/ERAF	1/1/2014	12/31/2015	Westminster Housing Authority	Repayment of loan made from Agency Housing Fund for the 2010-11 SERAF Payment	All Areas	2,500,496	N				-		5	
24	Employment Generation Agreement	Business Incentive Agreements	6/9/2010	6/16/2020	Best Buy	Best Buy Stores L.P. 2010-032 - Business and Job Retention	Amendment Area 2	900,000	N			· · · · · · · · · · · · · · · · · · ·	100,000		\$	100,0
32	Bond Legal Services	Legal	7/6/2006	12/31/2015	ввк	Wind down assistance related to bonds	All Areas	40,000	N				20,000		5	20,0
. 34	Police & Parking Facility	Improvement/Infrasti ucture	10/13/2010	6/30/2014	Griffin Structures/Sub	Development of Police & Parking Facility	All Areas 🐣		Ñ.,					4.4	5	
35	Capital Projects	Improvement/Infrastructure	3/10/2011	12/31/2015	Griffin Structures/Sub	Public Improvements - Parks, Streets, Water Systems	All Areas	7,748,915	N				6,888,041		5	6.888,0
36	Public Improvements	Improvement/Infrasti ucture	6/23/2011	12/31/2015	Griffin Structures/Sub	Evidence Storage, Firing Range Construction, Park Improvements	All Areas	3,078,750	N	3,078,750					\$	3,078,7
42	Property Improvements	Improvement/Infrast	1/1/2014 4 44	6/30/2014	Various	Property improvement partnerships 4, facades	All Areas		N			**************************************			5	
43	Public Improvements	Improvement/Infrasti	1/1/2014	6/30/2014	Various	Public improvments - police firing -1	All Areas		N		نهي در د د چه چه چړ پ				\$	
	Long Range Property Management	Property Dispositions	1/1/2014	12/31/2015	Various	LRPMP pursuant to AB1484	All Areas	10,000	И				10,000		5	10,0
46	Litigation Expenses Police and Parking Facility	Litigation Improvement/Infrastructure	1/1/2014	12/31/2015 6/30/2014	Jones & Mayer Griffin Structures/Sub	Lingation lees and expenses Development of Police & Parking Facility	All Areas,	500,000	N Y			4 P	~	· / E	\$	
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49	Property Disposition	Property Dispositions	1/1/2014	12/31/2015	City of Westminster/Broker/Apprai sor as needed	Expenses related to property disposition as required by LRPMP once approved	All Areas	10,000	N				5,000		\$	5.0
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Recognized Obligation Payment Schedule (ROPS 15-16A) - Report of Cash Balances (Report Amounts in Whole Dollars)

Pursuant to Health and Safety Code section 34177 (I), Redevelopment Property Tax Trust Fund (RPTTF) may be listed as a source of payment on the ROPS, but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation. For tips on how to complete the Report of Cash Balances Form, see https://rad.dof.ca.gov/radsa/pdf/Cash Balance Agency Tips Sheet.pdf.

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				Fund So	urces			-
		Bond P	roceeds	Reserve	Balance	Other	RPTTF	
		201141	100000	Prior ROPS	Prior ROPS	94.191		
				period balances	RPTTF	. .		
		Bonds Issued on or before	Bonds Issued on	and DDR RPTTF balances	distributed as reserve for future	Rent. Grants.	Non-Admin and	
	Cash Balance Information by ROPS Period	12/31/10	or after 01/01/11	retained	period(s)	Interest, Etc.	Admin	Comments
- C	PS 14-15A Actuals (07/01/14 - 12/31/14)							
	Beginning Available Cash Balance (Actual 07/01/14)						-	· · · · · · · · · · · · · · · · · · ·
		13,872,667	18,642,936				7,849,864	
	Revenue/Income (Actual 12/31/14)							
	RPTTF amounts should tie to the ROPS 14-15A distribution from the County Auditor-Controller during June 2014							
<u></u>	· · · · · · · · · · · · · · · · · · ·	11,520	2,894			33,285	13,777,767	
3	Expenditures for ROPS 14-15A Enforceable Obligations (Actual							
	12/31/14) RPTTF amounts, H3 plus H4 should equal total reported actual				1			·
1	expenditures in the Report of PPA, Columns L and Q						9,522,225	
4	Retention of Available Cash Balance (Actual 12/31/14)						5,522.225	
~	RPTTF amount retained should only include the amounts distributed as							
	reserve for future period(s)							
5	ROPS 14-15A RPTTF Prior Period Adjustment		I					
	RPTTF amount should tie to the self-reported ROPS 14-15A PPA in the			No entry required	i			
	Report of PPA, Column S			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			4,560,034	
6	Ending Actual Available Cash Balance						4,000,004	
	C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 - 5)	\$ 13.884.187	\$ 18,645,830	s -	s -	\$ 33,285	\$ 7,545,372	
	000 44 4FD 5-15		· <u>··</u>		<u> </u>		7 4	
	PS 14-15B Estimate (01/01/15 - 06/30/15) Beginning Available Cash Balance (Actual 01/01/15)			ı	1	i		Τ'
Ι΄	(C, D, E, G = 4 + 6, F = H4 + F4 + F6, and H = 5 + 6)			l <u>.</u>	_	l		
—	Revenue/Income (Estimate 06/30/15)	\$ 13,884,187	\$ 18,645,830	-	<u> </u>	\$ 33,285	\$ 12,105,406	
"	RPTTF amounts should tie to the ROPS 14-15B distribution from the							
	County Auditor-Controller during January 2015					32,460	6,388,278	
9	Expenditures for ROPS 14-15B Enforceable Obligations (Estimate							
L	06/30/15)			_		33,285	13,933,650	
10	Retention of Available Cash Balance (Estimate 06/30/15) RPTTF amount retained should only include the amounts distributed as			1				
-	reserve for future period(s)			1				
11	Ending Estimated Available Cash Balance (7 + 8 - 9 -10)	40.004.1==	4 40 045	1.	1.		4 #00	
		j 3 13,884,187	\$ 18,645,830	\$	-	\$ 32,460	\$ 4,560,034	

Recognized Obligation Payment Schedule (ROP# \$5-164) - Rejoint of Prior Period Adjustments Reported for the ROPS 14-154 (July 1, 2014 through December 3), 2014 Period Parkshill to Health and Safety Cose (HSC) section 34(155 (a) (Honor Period Parkshill (HSC) section 1), 2014 (Honor Period Parkshill (HSC) section 1), 2014																											
ROPS 14-15A Successor Agency (SA) sele-exported Prior Period Aquestreen's (PFA): During 10 HSC Section 34196 (a). SAs are required to report the differences between their actual acceptances to the ROPS 15-16A. July through December 2015 period. The ember 2015 period in the prior to the ROPS 15-16A July through December 2015 period adjustment for SAS are required to the ROPS 15-16A July through December 2015 period adjustment for SAS are required by SAS are exported by SAS are required by SAS are exported by SAS are expor																											
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			_						AWAIND RATTE (ROPS IA ISA	Net Leaser at		(Moneyer Of Kin has drank		Annihole RPTTF (ROPE) 16-15A platfolds + 40 pher symbols on of 0771/14;	Ref Leases of		Difference (B total actual accords total authorized, Po- late) of herence at						hard bearing of				
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Recognized Obligation Parment Scheals (NOPS 15-164). Report of Prior Parmed Adjustments
Reported for the NOPS 14-154 (Ally 1, 2014 Prough December 2), 2014 (Prough December 2 RGPS 14-15A CAC FPA: To be completed by the CAC upon submitted of the POPS 15-16A by the SA to Finance and the CAC, note that CACs will need to enter they own formulate at the late gain expressed to the manner or which they calculated the PPA. Not note that the Antima removate for not execut to be lated at the line free fine free and think the arithmen. AB RPTTF Expenditures RPTTF Expenditures Non-RPTTF Expenditures Nor EX NOR Assess and Admin PPA (Arment Used to MAY EAC BATH. Adre in grad Adam,ir PPA -Aminbh RPTTF (RCPS 16-756 Introduct + shistor geologie pa sf 07/1/14) América RPTTF |ROPE 14 ISA Intelligible + al offer audition of 877 914) Difference # 1 to low Part I the difference to 2010| that Lorens of Auditorities I' Aven feebb New Commercial Authorizant / Authorizant / Authorizant / 5 410,563 \$ Not Determine [M+R] Project Same I Date Obligation 410,153 5 13872299 \$ \$ 112.062 4 552 034 \$ 410 162 \$ 4 660 (534 \$ 7,200,000 S 1,756,605 B 4 13 672,096 S 13 672,096 S

Recognized Obligation Psyment Schedule (RDPS 15-15A) - Report of Prior Faried Adjustments
Reported for the RDPS 14-154 (July 1, 2014 Evough December 31, 2014; Period Pursuant to Newton and Safety Code (HSC) section 341d5 (a)

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Recognized Obligation Payment Schedule (RDPS 15-164) - Report of Prior Period Adjustments
Reported for the ROPS 14-154 (July 1, 2014 mough December 31, 2014) Period Pursuant to Health and Safety Code (HSC) section 34186 (p)
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	Recognized Obligation Payment Schedule (ROPS 15-16A) - Notes July 1, 2015 through December 30, 2015
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	Recognized Obligation Payment Schedule (ROPS 15-16A) - Notes July 1, 2015 through December 30, 2015
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		Recognized Obligation Payment Schedule (ROPS 15-16A) - Notes July 1, 2015 through December 30, 2015	
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